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RECORDATION NO. 23809-A FILED

OCT 8 '02 11:15 AM

SURFACE TRANSPORTATION BOARD



October 4, 2002

Barbara Sadler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of July 1, 2002 between the following parties:

Names and addresses of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
211 Avenue of the Americas, New York, NY 10038

Lessee: **ABC COKE DIVISION OF DRUMMOND CO., INC.**
900 Huntsville Avenue, Tarrant, AL 36217

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **ABC COKE DIVISION OF DRUMMOND CO., INC.**, covering 16 hopper gages with reporting marks and numbers - TCMX 63336 - TCMX 63475 NOT INCLUSIVE.

Please file this memorandum as a **SECONDARY** document to Recordation #23809 dated 1/3/02 and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

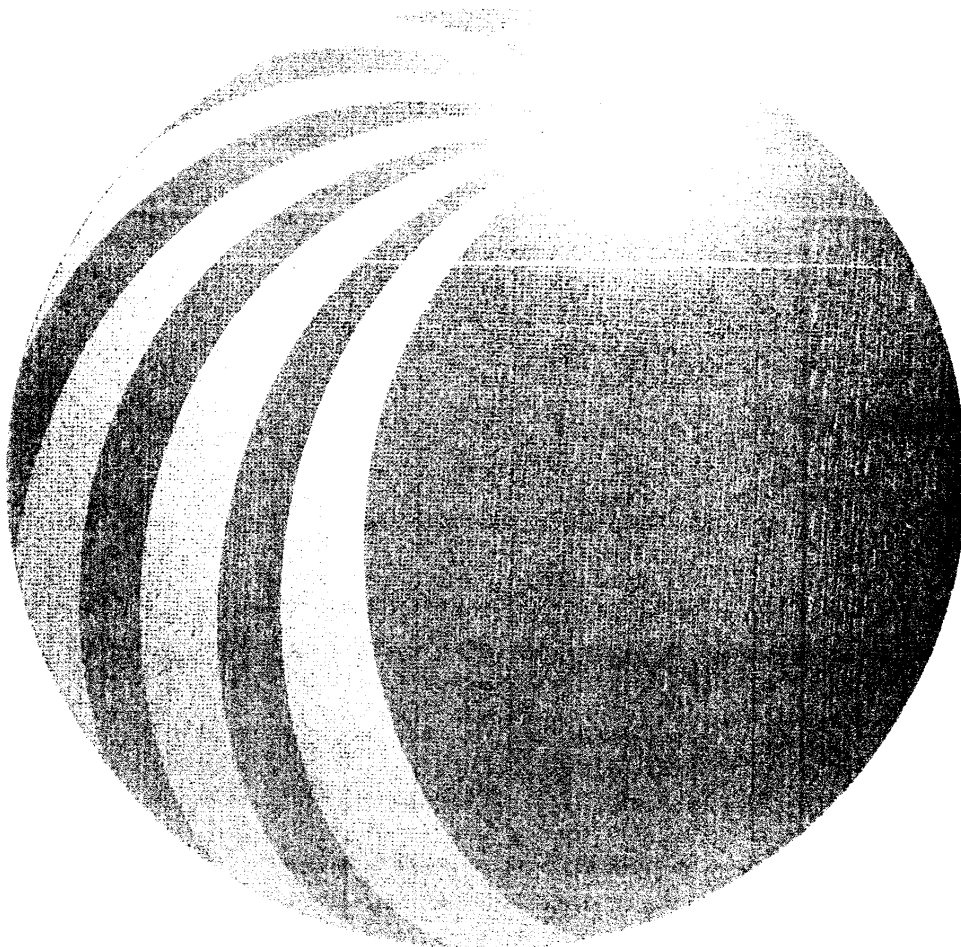
Sherry Lewey
Sherry Lewey



LexisNexis™

Document Solutions
Research/Development Coordinator

Enclosure



MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 1st day of July, 2002, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and ABC COKE DIVISION OF DRUMMOND CO., INC., an Alabama corporation, with an address at 900 Huntsville Avenue, Tarrant, AL 35217 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of November 14, 2000 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on January 3, 2002 and given Recordation Number 23809.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in **Schedule A** hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: [Signature]
Name: [Redacted]
Title: VICE PRESIDENT/LEASING

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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ABC COKE DIVISION OF DRUMMOND CO., INC.

By: [Signature]
Name: John M. Pearson
Title: President

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Schedule A

Number of Cars

Equipment Description

16 5,180 C.F. steel, open top hoppers, 3 or 4 pocket, manual hopper gates

1	TCMX	63336
2	TCMX	63347
3	TCMX	63352
4	TCMX	63366
5	TCMX	63385
6	TCMX	63390
7	TCMX	63395
8	TCMX	63400
9	TCMX	63412
10	TCMX	63422
11	TCMX	63437
12	TCMX	63440
13	TCMX	63443
14	TCMX	63461
15	TCMX	63468
16	TCMX	63475